

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
GALVESTON DIVISION

IN RE:	§ CHAPTER 11
	§
HARBORWALK, LP;	§ Case No. 10-80043
HARBORWALK MARINA OPERATING	§ Case No. 10-80044
COMPANY, LTD.;	§
HARBORWALK SALES CORPORATION	§ Case No. 10-80045
	§
DEBTORS.	§ JOINT ADMINISTRATION REQUESTED

**NOTICE OF COMPASS BANK'S DIP FINANCING PROPOSAL**

COMES NOW, Compass Bank, by and through its counsel, and files this its proposal to provide debtor-in-possession financing. Attached hereto as Exhibit A are the terms of the proposed financing. Copies of the operative loan documents are attached to Compass Bank's proof of claim filed with the Bankruptcy Court on January 27, 2010 and were admitted by the Court as Exhibits 1A through 1I on January 28, 2010.

Respectfully Submitted,

HIRSCH & WESTHEIMER, P.C.

By: /s/ Michael J. Durrschmidt

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**ATTORNEYS FOR COMPASS BANK**

**CERTIFICATE OF SERVICE**

I hereby certify that on the 29th day of January, 2010, a copy of the foregoing Notice of Compass Bank's DIP Financing Proposal was served via first class mail, postage prepaid and/or by the Clerk of the Court via the ECF system to the parties listed below.

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/s/ Michael J. Durrschmidt

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